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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of Earliest Event Reported): April 20, 2018**

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**CYRUSONE INC.**

(Exact Name of Registrant as Specified in its Charter)

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**Maryland**

(State of incorporation)

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**001-35789**

(Commission File Number)

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**46-0691837**

(IRS Employer Identification No.)

**2101 Cedar Springs Road, Suite 900  
Dallas, TX 75201**

(Address of Principal Executive Office)

Registrant's telephone number, including area code: **(972) 350-0060**

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**ITEM 1.01 — Entry into a Material Definitive Agreement.**

On April 20, 2018 and April 26, 2018, CyrusOne Dutch Holdings B.V. (“Purchaser”), a Dutch limited liability company and a wholly owned subsidiary of CyrusOne Inc. (the “Company”), and ZTL Seller Rep, LLC, a Delaware limited liability company (in its capacity as representative of the Sellers, as defined below), entered into amendments (together, the “Amendments”) to the previously disclosed Sale and Purchase Agreement, dated December 21, 2017, among the Purchaser, CyrusOne LP, a Maryland limited partnership and a wholly owned subsidiary of the Company, Zenium TopCo Limited (“Zenium”), a Cayman Islands company, ZTL Seller Rep, LLC, Quantum Strategic Partners Ltd. (“Quantum”), a Cayman Islands company, and certain other sellers (together with Quantum, the “Sellers”), pursuant to which Purchaser agreed to purchase, and the Sellers agreed to sell, all of the issued share capital in Zenium and certain other affiliated entities.

Pursuant to the Amendments, the parties have agreed to extend the Long Stop Date (as defined in the Sale and Purchase Agreement) to May 18, 2018, after which either the Purchaser or the Sellers may terminate the Sale and Purchase Agreement if the relevant German regulatory approval has not been obtained (the Clearance Condition, as defined in the Sale and Purchase Agreement).

This description is qualified in its entirety by reference to the Sale and Purchase Agreement, which was filed as Exhibit 99.1 to the Company’s Form 8-K filed on December 28, 2017, and the Amendments, which are filed as Exhibits 99.1 and 99.2 to this Form 8-K.

**ITEM 9.01 — Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
<a href="#">99.1</a>	<a href="#">Extension Letter Dated April 20, 2018</a>
<a href="#">99.2</a>	<a href="#">Extension Letter Dated April 26, 2018</a>

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**CYRUSONE INC.**

Date: April 26, 2018

By: /s/ Robert M. Jackson

Robert M. Jackson

Executive Vice President, General Counsel and Secretary

April 20, 2018

**Variation of terms of the sale and purchase agreement** (as amended, restated, supplemented or otherwise modified from time to time, the **Agreement**) dated 21 December 2017 between (1) **Quantum Strategic Partners Limited, Franek Sodzawiczny, Matthew Pullen, Louise Jarvis, Julian King, Nigel Rogers, Chester Reid, Michael Venables, Mark O’Keefe, Aslihan Güreşçier, Keith Cronshaw, Pension Partnership SSAS Trustees Limited and Zenium Investorco Limited** (each a **Seller** and together the **Sellers**), (2) **Zenium Topco Limited**, (3) **CyrusOne Dutch Holdings B.V.** (the **Buyer**), (4) **ZTL Seller Rep, LLC** and (5) **CyrusOne LP** for the sale and purchase of all of the issued share capital of **Zenium Topco Limited and Zenium Management Limited**.

This deed (this **Side Letter**) sets out the terms on which the Sellers’ Representative (on behalf of the Sellers) and the Buyer have agreed to vary the terms of the Agreement in accordance with clause 20.5 of the Agreement. Unless otherwise defined in this Side Letter, the terms defined in the Agreement shall have the same meanings in this Side Letter.

## **1 LONGSTOP DATE**

1.1 Each of the parties hereby agrees that the definition of Long Stop Date shall be deleted in its entirety and replaced with:

“**Long Stop Date**” means April 26, 2018.

## **2 MISCELLANEOUS**

2.1 Except as set forth in this Side Letter, nothing contained herein shall operate as an amendment or waiver of any provision of the Agreement, or otherwise waive or impair any party’s right under the Agreement, which shall continue in full force and effect.

2.2 The provisions of clauses 18, 19.1, 20, 21.7, 22, 23 and 24 of the Agreement, mutatis mutandis, are incorporated herein by reference.

*[Signature page follows]*

**AS WITNESS** hereof this Side Letter has been duly executed as a deed and delivered the day and year first before written.

**SIGNED** as a **DEED** on behalf of **CYRUSONE DUTCH HOLDINGS** ))))  
**B.V.** in the presence of a witness:

/s/ Luke J. Frutkin

\_\_\_\_\_  
Name: Luke Joseph Frutkin  
Title: Managing Director A

Signature of Witness:

/s/ Thomas Berry

Name:

\_\_\_\_\_  
Thomas Berry

/s/ Liselotte FM Heine

\_\_\_\_\_  
Name: Liselotte Francina Maria Heine  
Title: Managing Director B

Signature of Witness:

/s/ L.J. Jonhanen

Name:

\_\_\_\_\_  
L.J. Jonhanen

**SIGNED** as a **DEED** on behalf of **ZTL SELLER REP,** )  
**LLC** acting by an authorised signatory of its managing  
member, **QUANTUM STRATEGIC PARTNERS LIMITED,** in )  
the presence of:

/s/ Thomas L. O'Grady

\_\_\_\_\_  
Attorney-in-Fact

Signature of Witness:

/s/ Asif Dhanani

Name:

\_\_\_\_\_  
Asif Dhanani

April 26, 2018

**Variation of terms of the sale and purchase agreement** (as amended, restated, supplemented or otherwise modified from time to time, the **Agreement**) dated 21 December 2017 between (1) **Quantum Strategic Partners Limited, Franek Sodzawiczny, Matthew Pullen, Louise Jarvis, Julian King, Nigel Rogers, Chester Reid, Michael Venables, Mark O’Keefe, Aslihan Güreşçier, Keith Cronshaw, Pension Partnership SSAS Trustees Limited and Zenium Investorco Limited** (each a **Seller** and together the **Sellers**), (2) **Zenium Topco Limited**, (3) **CyrusOne Dutch Holdings B.V.** (the **Buyer**), (4) **ZTL Seller Rep, LLC** and (5) **CyrusOne LP** for the sale and purchase of all of the issued share capital of **Zenium Topco Limited and Zenium Management Limited**.

This deed (this **Second Side Letter**) sets out the terms on which the Sellers’ Representative (on behalf of the Sellers) and the Buyer have agreed to vary the terms of the Agreement, as varied in accordance with that certain Side Letter entered into between the Sellers’ Representative (on behalf of the Sellers) and the Buyer on April 20, 2018 (the **Side Letter**), in accordance with clause 20.5 of the Agreement. Unless otherwise defined in this Second Side Letter, the terms defined in the Agreement shall have the same meanings in this Second Side Letter.

## **1 LONGSTOP DATE**

1.1 Each of the parties hereby agrees that the definition of Long Stop Date shall be deleted in each of the Agreement and Side Letter in its entirety and replaced with:

“**Long Stop Date**” means May 18, 2018.

## **2 MISCELLANEOUS**

2.1 Except as set forth in this Second Side Letter, nothing contained herein shall operate as an amendment or waiver of any provision of the Agreement, or otherwise waive or impair any party’s right under the Agreement, which shall continue in full force and effect.

2.2 The provisions of clauses 18, 19.1, 20, 21.7, 22, 23 and 24 of the Agreement, mutatis mutandis, are incorporated herein by reference.

*[Signature page follows]*

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**AS WITNESS** hereof this Second Side Letter has been duly executed as a deed and delivered the day and year first before written.

**SIGNED** as a **DEED** on behalf of **CYRUSONE DUTCH HOLDINGS** ))))  
**B.V.** in the presence of a witness:

*/s/ Luke J. Frutkin*

\_\_\_\_\_  
Name: Luke Joseph Frutkin  
Title: Managing Director A

Signature of Witness:

*/s/ Robert M. Jackson*

Name:

\_\_\_\_\_  
Robert M. Jackson

*/s/ Liselotte FM Heine*

\_\_\_\_\_  
Name: Liselotte Francina Maria Heine  
Title: Managing Director B

Signature of Witness:

*/s/ L.J. Jonhanen*

Name:

\_\_\_\_\_  
L.J. Jonhanen

**SIGNED** as a **DEED** on behalf of **ZTL SELLER REP,** )  
**LLC** acting by an authorised signatory of its managing  
member, **QUANTUM STRATEGIC PARTNERS LIMITED,** in )  
the presence of:

*/s/ Thomas L. O'Grady*

\_\_\_\_\_  
Attorney-in-Fact

Signature of Witness:

*/s/ Angela Hardiman*

Name:

\_\_\_\_\_  
Angela Hardiman